

# **EXHIBIT D**

DuaneMorris

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January 31, 2006

THOMAS F. MAHER  
MANAGING DIRECTOR  
JP MORGAN CHASE & CO.  
380 MADISON AVENUE  
NEW YORK, NY 10017

W.R. GRACE &amp; CO.

File# K0248-00001

Invoice# 1149194

IRS# 23-1392502

FOR PROFESSIONAL SERVICES RECORDED  
THROUGH 12/31/2005 IN CONNECTION  
WITH THE ABOVE-CAPTIONED MATTER.

MR LASTOWSKI	PARTNER	24.60	hrs. at	\$525.00	/hr. =	\$12,915.00
RW RILEY	PARTNER	0.90	hrs. at	\$415.00	/hr. =	\$373.50
WS KATCHEN	PARTNER	9.60	hrs. at	\$575.00	/hr. =	\$5,520.00
VL AKIN	PARALEGAL	7.30	hrs. at	\$185.00	/hr. =	\$1,350.50
						<u>\$20,159.00</u>

DISBURSEMENTS	
COURT COSTS	25.00
DINNER - LOCAL	139.24
LEXIS LEGAL RESEARCH	264.97
MESSENGER SERVICE	181.00
PRINTING & DUPLICATING	15.00
PRINTING & DUPLICATING - EXTERNAL	1246.63
TOTAL DISBURSEMENTS	<u>\$1,871.84</u>

BALANCE DUE THIS INVOICE	\$22,030.84
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PREVIOUS BALANCE	<u>\$35,818.95</u>
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TOTAL BALANCE DUE	<u>\$57,849.79</u>
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File # K0248-00001  
W.R. GRACE & CO.

INVOICE # 1149194

<u>DATE</u>	<u>TASK</u>	<u>TIMEKEEPER</u>	<u>HOURS</u>	<u>VALUE</u>
11/30/2005 003	MR LASTOWSKI	REVIEW SEPTEMBER MONTHLY OPERATING REPORT	0.30	\$157.50
12/6/2005 003	MR LASTOWSKI	REVIEW OCTOBER MONTHLY OPERATING REPORT	2.20	\$1,155.00
		Code Total	2.50	\$1,312.50

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INVOICE # 1149194

DATE	TASK	TIMEKEEPER	HOURS	VALUE
12/2/2005 004	VL AKIN	CORRESPONDENCE TO E. LAWLER REGARDING PRO HAC MOTION. REVIEW SAME	0.30	\$55.50
12/2/2005 004	WS KATCHEN	REVIEW DECLARATION HENNINGSEN IN RESPONSE OF §362(D) MOTION REGARDING MONDAVI, ET AL.	0.30	\$172.50
12/5/2005 004	VL AKIN	FILE AND FORWARD TO CHAMBERS THE PRO HAC VICE MOTION OF RYAN PAPIR	0.40	\$74.00
12/6/2005 004	WS KATCHEN	REVIEW COMMITTEE MEMO ON PLAN ISSUE.	0.10	\$57.50
12/12/2005 004	RW RILEY	REVIEWING MATTERS FOR DECEMBER OMNIBUS HEARING	0.80	\$332.00
12/13/2005 004	WS KATCHEN	REVIEW COMMITTEE MEMO REGARDING PLAN ISSUE.	0.20	\$115.00
12/14/2005 004	VL AKIN	REVIEW DOCKET REGARDING HEARING ON 12/19/05	0.20	\$37.00
12/14/2005 004	WS KATCHEN	REVIEW DEBTOR'S REPLY ON §1121(D).	0.20	\$115.00
12/15/2005 004	WS KATCHEN	REVIEW CAPSTONE FINANCIALS (.2); REVIEW DEBTOR'S REPORT ON CAPSTONE FINANCIALS (.3)	0.50	\$287.50
12/16/2005 004	VL AKIN	EDIT COMMITTEE'S PRELIMINARY EXPERT WITNESS DISCLOSURES	0.20	\$37.00
12/19/2005 004	VL AKIN	FILE AND SERVE COMMITTEE'S PRELIMINARY EXPERT WITNESS DISCLOSURES	0.50	\$92.50
12/19/2005 004	WS KATCHEN	TELEPHONE CALL TO ARLENE KRIEGER (.1); TELEPHONE CALL TO KEN PASQUALE (.1); TWO TELEPHONE CALLS TO TOM MAHER (.3); EMAIL STATUS TO K. PASQUALE (.2)	0.70	\$402.50
12/21/2005 004	MR LASTOWSKI	REVIEW PROPOSED MODIFICATIONS TO CASE MANAGEMENT ORDER	0.40	\$210.00
12/21/2005 004	VL AKIN	ORGANIZE FILE	0.20	\$37.00
12/22/2005 004	VL AKIN	CALENDAR UPCOMING COURT DEADLINES	0.10	\$18.50

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W.R. GRACE & CO.

DATE	TASK	TIMEKEEPER		HOURS	VALUE
12/27/2005 004	WS KATCHEN	REVIEW LIBBY CLAIMANTS DESIGNATION OF EXPERTS (.1); REVIEW CERTIFICATION AND ORDER DENYING DISCOVERY (.1); REVIEW SUPPLEMENTAL SET OF INTERROGATORIES AND REQUEST FOR PRODUCTION OF DOCUMENTS (.2); REVIEW GRACE APPEAL BRIEF AND APPENDIX REGARDING PACIFICCORP APPEAL (.6); REVIEW DEBTORS RESPONSE AND OBJECTIONS TO P.D. COMMITTEE REQUEST FOR PRODUCTION OF DOCUMENTS (.3); REVIEW DEBTOR'S MOTION FOR PROTECTIVE ORDER - SPEIGHTS & RUNYON (ANDERSON MEMORIAL) (.2); REVIEW DEBTOR'S PRELIMINARY EXPERT WITNESS DISCLOSURE (.2); REVIEW FUTURE CLAIMANTS DESIGNATION (.1)		1.80	\$1,035.00
12/27/2005 004	WS KATCHEN	REVIEW CERTIFICATION AND ORDER MODIFICATION CMO FOR EXAMINATION P1 INJURY CLAIMS (.1); ADDITIONAL REVIEW OF DEBTOR'S RESPONSE TO PD COMMITTEE (.2)		0.30	\$172.50
12/28/2005 004	MR LASTOWSKI	REVIEW BURLINGTON NORTHERN'S MOTION FOR CLARIFICATION OF CASE MANAGEMENT ORDER		0.20	\$105.00
12/29/2005 004	VL AKIN	UPDATE 2002 SERVICE LIST		0.20	\$37.00
			Code Total	7.60	\$3,393.00

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<u>DATE</u>	<u>TASK</u>	<u>TIMEKEEPER</u>	<u>HOURS</u>	<u>VALUE</u>
11/4/2005 005	MR LASTOWSKI	REVIEW BRIEFING RE: ESTABLISHING A BAR DATE FOR ASBESTOS PERSONAL INJURY CLAIMS	0.50	\$262.50
11/4/2005 005	MR LASTOWSKI	REVIEW BRIEFING RE: DEBTOR'S MOTION FOR AN ESTIMATION HEARING ON CONSTRUCTIVE NOTICE ON PROPERTY DAMAGE CLAIMS	0.50	\$262.50
11/23/2005 005	MR LASTOWSKI	REVIEW STATUS OF ENTRY OF ORDERS AND CERTIFICATIONS OF COUNSEL RE: FIFTEENTH OMNIBUS OBJECTION TO CLAIMS (SUBSTANTIVE)	0.50	\$262.50
12/6/2005 005	MR LASTOWSKI	REVIEW FUTURE CLAIM REPRESTATIVE'S SUPPLEMENTAL WITNESS DESIGNATION	0.20	\$105.00
12/8/2005 005	MR LASTOWSKI	REVIEW ASBESTOS PROPERTY DAMAGE COMMITTEE'S EXPERT REPORTS	2.30	\$1,207.50
12/9/2005 005	MR LASTOWSKI	REVIEW DEBTOR'S MOTION FOR A PROTECTIVE ORDER (ANDERSON MEMORIAL HOSPITAL'S REQUEST FOR DEPOSITIONS AND DOCUMENT DISCOVERY)	0.60	\$315.00
12/13/2005 005	MR LASTOWSKI	REVIEW MOTION TO EXTEND TIME TO SERVE PERSONAL INJURY QUESTIONNAIRE	0.10	\$52.50
12/15/2005 005	MR LASTOWSKI	REVIEW DISCOVERY ADDRESSED TO THE DEBTOR IN CONNECTION WITH THE DEBTOR'S FIFTEENTH OMNIBUS OBJECTION TO CLAIMS	0.60	\$315.00
12/22/2005 005	MR LASTOWSKI	REVIEW REVIEW WITNESS DESIGNATIONS FOR ASBESTOS PERSONAL INJURY CLAIMS ESTIMATION HEARING	0.60	\$315.00
12/28/2005 005	MR LASTOWSKI	REVIEW DEBTOR'S MEMORANDA IN SUPPORT OF ITS FIFTEENTH OMNIBUS OBJECTION TO ASBESTOS PROPERTY DAMAGE CLAIMS (SUBSTANTIVE)	1.90	\$997.50
12/28/2005 005	MR LASTOWSKI	REVIEW PERSONAL INJURY COMMITTEE'S PROPOSED ORDER RE: COMPENSATION OF ASBESTOS DISCOVERY MEDIATOR	0.60	\$315.00
Code Total			8.40	\$4,410.00

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DATE	TASK	TIMEKEEPER		HOURS	VALUE
11/3/2005	006	MR LASTOWSKI	REVIEW BRIEFING RE: MOTION TO STRIKE DESIGNATION OF ISSUES ON PACIFICORP APPEALS	0.50	\$262.50
11/30/2005	006	MR LASTOWSKI	REVIEW APPELLATE BRIEFING IN PACIFICORP APPEAL (LATE FILED PROOF OF CLAIM)	0.30	\$157.50
12/15/2005	006	MR LASTOWSKI	REVIEW DEBTOR'S APPELLATE MEMORANDUM RE: PACIFICORP.'S APPEAL (LATE FILED PROOF OF CLAIM)	0.60	\$315.00
12/28/2005	006	MR LASTOWSKI	REVIEW REVIEW PACIFICORP.'S REPLY BRIEF IN SUPPORT OF ITS APPEAL (LATE FILING OF PROOF OF CLAIM)	0.40	\$210.00
12/28/2005	006	MR LASTOWSKI	REVIEW SETTLEMENT WITH INTERCAT, INC.	0.30	\$157.50
			Code Total	2.10	\$1,102.50

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<u>DATE</u>	<u>TASK</u>	<u>TIMEKEEPER</u>	<u>HOURS</u>	<u>VALUE</u>
12/5/2005	009	RW RILEY	REVIEWING AND EXECUTING CNO FOR DUANE MORRIS 17TH QUARTERLY FEE APPLICATION	0.10 \$41.50
			Code Total	0.10 \$41.50



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<u>DATE</u>	<u>TASK</u>	<u>TIMEKEEPER</u>	<u>HOURS</u>	<u>VALUE</u>
11/10/2005 010	MR LASTOWSKI	REVIEW US TRUSTEE'S OBJECTION TO BEAR STEARNS' RETENTION	0.30	\$157.50
12/13/2005 010	MR LASTOWSKI	REVIEW KIRKLAND AND ELLIS'S SUPPLEMENTAL RETENTION AFFIDAVIT	0.20	\$105.00
12/22/2005 010	VL AKIN	FILE OCTOBER 2005 FEE APPLICATION OF CAPSTONE	0.40	\$74.00
		Code Total	0.90	\$336.50

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<u>DATE</u>	<u>TASK</u>	<u>TIMEKEEPER</u>		<u>HOURS</u>	<u>VALUE</u>
12/5/2005	012	VL AKIN	PREPARE CERTIFICATION OF NO OBJECTION FOR SEVENTEENTH INTERIM FEE APPLICATION OF DUANE	0.20	\$37.00
12/5/2005	012	VL AKIN	BILLING MATTERS REGARDING NOVEMBER 2005 FEE APPLICATION OF DUANE	0.50	\$92.50
12/5/2005	012	VL AKIN	FILE CERTIFICATION OF NO OBJECTION REGARDING SEVENTEENTH INTERIM FEE APPLICATION OF DUANE	0.20	\$37.00
12/12/2005	012	MR LASTOWSKI	REVIEW DEBTOR'S CERTIFICATION RE: COUNSEL FEES	0.10	\$52.50
12/12/2005	012	VL AKIN	PREPARE CERTIFICATION OF NO OBJECTION REGARDING OCTOBER 2005 FEE APPLICATION OF DUANE	0.20	\$37.00
12/12/2005	012	VL AKIN	REVIEW OCTOBER 2005 BILL REGARDING PREPARATION OF FEE APPLICATION FOR DUANE	0.40	\$74.00
12/12/2005	012	VL AKIN	FILE AND FORWARD TO INTERESTED PARTIES THE CERTIFICATION OF NO OBJECTION REGARDING THE OCTOBER 2005 FEE APPLICATION OF DUANE	0.20	\$37.00
12/13/2005	012	VL AKIN	BILLING MATTERS REGARDING NOVEMBER 2005 FEE APPLICATION OF DUANE	0.30	\$55.50
12/13/2005	012	VL AKIN	PREPARE NOVEMBER 2005 FEE APPLICATION OF DUANE	0.70	\$129.50
12/19/2005	012	VL AKIN	FILE AND SERVE NOVEMBER 2005 FEE APPLICATION OF DUANE MORRIS	0.70	\$129.50
12/21/2005	012	MR LASTOWSKI	REVIEW ORDER APPROVING FEES	0.20	\$105.00
12/21/2005	012	MR LASTOWSKI	REVIEW ORDER GRANTING FIFTEEN OMNIBUS OBJECTION TO CLAIMS	0.20	\$105.00
			Code Total	3.90	\$891.50

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DATE	TASK	TIMEKEEPER		HOURS	VALUE
12/12/2005	013	VL AKIN	PREPARE CERTIFICATION OF NO OBJECTION REGARDING 6TH INTERIM FEE APPLICATION OF STROOCK	0.20	\$37.00
12/12/2005	013	VL AKIN	PREPARE CERTIFICATION OF NO OBJECTION REGARDING 17TH INTERIM FEE APPLICATION OF STROOCK	0.20	\$37.00
12/14/2005	013	VL AKIN	FILE AND FORWARD TO INTERESTED PARTIES THE CERTIFICATION OF NO OBJECTION REGARDING 6TH QUARTERLY FEE APPLICATION OF CAPSTONE	0.30	\$55.50
12/14/2005	013	VL AKIN	FILE AND FORWARD TO INTERESTED PARTIES THE CERTIFICATION OF NO OBJECTION REGARDING THE 17TH INTERIM FEE APPLICATION OF STROOCK	0.30	\$55.50
12/20/2005	013	VL AKIN	PREPARE, FILE AND FORWARD TO INTERESTED PARTIES THE CERTIFICATION OF NO OBJECTION REGARDING THE OCTOBER 2005 FEE APPLICATION OF STROOCK	0.40	\$74.00
			Code Total	1.40	\$259.00

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<b>DATE</b>	<b>TASK</b>	<b>TIMEKEEPER</b>	<b>HOURS</b>	<b>VALUE</b>
11/22/2005 015	MR LASTOWSKI	REVIEW ORDERS ENTERED ON NOVEMBER 15, 2005	0.30	\$157.50
12/12/2005 015	MR LASTOWSKI	REVIEW NOTICE OF NOVEMBER OMNIBUS HEARING AND ITEMS IDENTIFIED THEREON	3.40	\$1,785.00
12/15/2005 015	MR LASTOWSKI	MULTIPLE E-MAILS RE: RE- SCHEDULING OMNIBUS HEARING	0.10	\$52.50
		Code Total	3.80	\$1,995.00

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<u>DATE</u>	<u>TASK</u>	<u>TIMEKEEPER</u>	<u>HOURS</u>	<u>VALUE</u>
12/6/2005	017	MR LASTOWSKI	REVIEW OBJECTIONS TO DEBTOR'S MOTION TO EXTEND EXCLUSIVITY	2.20 \$1,155.00
12/19/2005	017	MR LASTOWSKI	ATTENDANCE AT 12/19/05 OMNIBUS HEARING (TELEPHONICALLY)	3.70 \$1,942.50
			Code Total	5.90 \$3,097.50

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<b>DATE</b>	<b>TASK</b>	<b>TIMEKEEPER</b>	<b>HOURS</b>	<b>VALUE</b>
12/28/2005	018	MR LASTOWSKI	REVIEW ANDERSON MEMORIAL HOSPITAL'S MOTION FOR RELIEF FROM THE AUTOMATIC STAY	0.30 \$157.50
			Code Total	0.30 \$157.50

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<u>DATE</u>	<u>TASK</u>	<u>TIMEKEEPER</u>		<u>HOURS</u>	<u>VALUE</u>
12/2/2005	025	WS KATCHEN	REVIEW COMMITTEE MEMO PLAN ISSUES.	0.10	\$57.50
12/2/2005	025	WS KATCHEN	REVIEW SUPPLEMENTAL DESIGNATION EXPENSES CATEGORIES.	0.10	\$57.50
12/2/2005	025	WS KATCHEN	REVIEW MOTION OF BOM CONSERVATION CO. §362(D) STAY RELIEF.	0.30	\$172.50
12/2/2005	025	WS KATCHEN	TWO EMAILS TO MR. STROOCK.	0.30	\$172.50
12/2/2005	025	WS KATCHEN	REVIEW E-MAIL FROM COMMITTEE.	0.10	\$57.50
12/6/2005	025	WS KATCHEN	REVIEW RESPONSE BY BARON & BUDD, ET AL.	0.50	\$287.50
12/6/2005	025	WS KATCHEN	TELEPHONE CONFERENCE WITH T. MAHER REGARDING §1121(D) MOTION.	0.20	\$115.00
12/6/2005	025	WS KATCHEN	REVIEW LATEST THIRD CIRCUIT 1104(A) OPINION CITED BY ACC 105 FED. APPELLATE. 428.	0.20	\$115.00
12/6/2005	025	WS KATCHEN	REVIEW ADDITIONAL EXHIBITS SUBMITTED BY ACC & BARON & BUDD ON 1121(D) OPPOSITION.	1.30	\$747.50
12/6/2005	025	WS KATCHEN	REVIEW STROOCK MEMO/CAPSTONE MEMO REGARDING LUDOX AGREEMENT.	0.20	\$115.00
12/6/2005	025	WS KATCHEN	REVIEW ACC OBJECTION TO §1121(D) MOTION NO. 9.	0.40	\$230.00
12/6/2005	025	WS KATCHEN	REVIEW EXHIBITS.	0.90	\$517.50
12/7/2005	025	WS KATCHEN	REVIEW HEARING TRANSCRIPTS.	0.90	\$517.50
Code Total				5.50	\$3,162.50

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TOTAL SERVICES

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42.40 \$20,159.00



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INVOICE # 1149194

DATE	DISBURSEMENTS	AMOUNT
12/31/2005	PRINTING & DUPLICATING - EXTERNAL	1,246.63
	Total:	\$1,246.63
12/31/2005	DINNER - LOCAL	139.24
	Total:	\$139.24
12/31/2005	COURT COSTS	25.00
	Total:	\$25.00
12/6/2005	LEXIS LEGAL RESEARCH LEMKIN, JOSEPH	2.12
12/6/2005	LEXIS LEGAL RESEARCH LEMKIN, JOSEPH	3.50
12/6/2005	LEXIS LEGAL RESEARCH LEMKIN, JOSEPH	25.00
12/6/2005	LEXIS LEGAL RESEARCH LEMKIN, JOSEPH	0.87
12/12/2005	LEXIS LEGAL RESEARCH LEMKIN, JOSEPH	0.87
12/12/2005	LEXIS LEGAL RESEARCH LEMKIN, JOSEPH	3.50
12/13/2005	LEXIS LEGAL RESEARCH LEMKIN, JOSEPH	96.00
12/14/2005	LEXIS LEGAL RESEARCH LEMKIN, JOSEPH	2.12
12/14/2005	LEXIS LEGAL RESEARCH LEMKIN, JOSEPH	10.50
12/14/2005	LEXIS LEGAL RESEARCH LEMKIN, JOSEPH	25.00
12/14/2005	LEXIS LEGAL RESEARCH LEMKIN, JOSEPH	0.87
12/16/2005	LEXIS LEGAL RESEARCH LEMKIN, JOSEPH	2.12
12/16/2005	LEXIS LEGAL RESEARCH LEMKIN, JOSEPH	14.00
12/16/2005	LEXIS LEGAL RESEARCH LEMKIN, JOSEPH	75.00
12/16/2005	LEXIS LEGAL RESEARCH LEMKIN, JOSEPH	3.50
	Total:	\$264.97
12/31/2005	MESSENGER SERVICE	181.00
	Total:	\$181.00
12/31/2005	PRINTING & DUPLICATING	15.00
	Total:	\$15.00
	TOTAL DISBURSEMENTS	\$1,871.84